

P98000108362

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Cogent Solutions, Inc.

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-12/31/98--01039--009
*****70.00 *****70.00

EFFECTIVE DATE
1-2-99

FILED

98DEC 31 AM 13

DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 31 PM 1:33

FILED

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

CB
12-31-98
4

Signature _____

Requested by: Cy

Name _____ Date 12/31 Time 10:59

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
COGENT SOLUTIONS, INC.

EFFECTIVE DATE
1-2-99

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TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is COGENT SOLUTIONS, INC.

ARTICLE II. PRINCIPAL OFFICE.

The initial principal place of business of this corporation is 509 West Hillsborough Avenue, Florahome, Florida 32140, and the initial mailing address of this corporation is the same.

ARTICLE III. DURATION.

The corporation is to commence its corporate existence effective for all purposes as of January 2, 1999, notwithstanding the fact that these articles may be filed in advance of the effective date hereof. This corporation shall exist perpetually.

ARTICLE IV. PURPOSE.

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes (1997), as amended, or any successor statute thereto (hereinafter, the "Act").

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 and shall consist of one class only. The par value of each share of stock issued shall be \$0.01.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent for the corporation is Grady H. Williams, Jr., and the street address of the initial registered office for the named registered agent is 1279 Kingsley Avenue, Suite 117, Orange Park, Florida, 32073.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS.

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of not less than two (2) nor greater than five (5) persons over time. The manner of election of the Board of Directors shall be as designated in the bylaws of this corporation.

Section 2. Initial Board. The name and address of the initial members of the board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard D. Spurgeon	509 W. Hillsborough Ave. Florahome, FL 32140
Elizabeth A. Spurgeon	509 W. Hillsborough Ave. Florahome, FL 32140

Section 3. Corporate Officers. The board of directors shall elect the following officers: President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE VIII. AMENDMENTS.

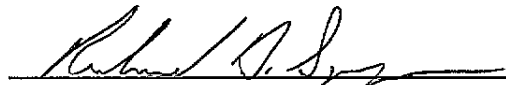
These articles of incorporation may be amended in accordance with the Act.

ARTICLE IX. INCORPORATOR.

The name and address of the person signing these articles is:

Richard D. Spurgeon
509 W. Hillsborough Ave.
Florahome, Florida 32140

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation to be effective for all purposes as of January 2, 1999, notwithstanding the fact that these articles may be actually filed with the Florida Department of State, Division of Corporations in advance of the effective date hereof.


Richard D. Spurgeon
Incorporator

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:


COGENT SOLUTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Putnam, State of Florida, has named as its agent to accept service of process within this State:

Grady H. Williams, Jr.
1279 Kingsley Avenue, Suite 117
Orange Park, FL 32073

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TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:


Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Act. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



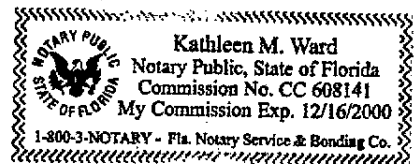
Grady H. Williams, Jr.

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 30th day of December, 1998, by Grady H. Williams, Jr., who is personally known to me.



Notary Public
My Commission Expires:


Kathleen M. Ward
Notary Public, State of Florida
Commission No. CC 608141
My Commission Exp. 12/16/2000
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.